

PEPPER HAMILTON LLP  
Francis J. Lawall (FL 0972)  
Anne Marie Aaronson (AA 1679)  
3000 Two Logan Square  
18<sup>th</sup> and Arch Streets  
Philadelphia, PA 19103-2799  
(215) 981-4000

*Counsel for RCN New York Communications LLC d/b/a RCN Metro Optical Networks*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

IN RE:	:	Chapter 11
LEHMAN BROTHERS HOLDINGS INC., <u>et al.</u> ,	:	Case No. 08-13555 (JMP)
Debtors.	:	(Jointly Administered)
	:	
	:	

**OBJECTION OF RCN NEW YORK COMMUNICATIONS LLC D/B/A RCN METRO  
OPTICAL NETWORKS F/K/A CON EDISON COMMUNICATIONS LLC TO CURE  
AMOUNTS AND OTHER INFORMATION INCLUDED ON THE DEBTORS' LIST OF  
CLOSING DATE CONTRACTS IN ACCORDANCE WITH THE ORDER UNDER 11  
U.S.C. 105(A), 363, AND 365 AND FEDERAL RULES OF BANKRUPTCY PROCEDURE  
2002, 6004 AND 6006 AUTHORIZING AND APPROVING (A) THE SALE OF  
PURCHASED ASSETS FREE AND CLEAR OF LIENS AND OTHER  
INTERESTS AND (B) ASSUMPTION AND ASSIGNMENT OF EXECUTORY  
CONTRACTS AND UNEXPIRED LEASES**

RCN New York Communications LLC d/b/a RCN Metro Optical Networks f/k/a Con Edison Communications LLC ("RCN"), by and through its undersigned counsel, hereby files its objection (the "Objection") to cure amounts and other information included on the List of Contracts and Leases to be Assumed and Assigned to the Purchaser at Closing (IT) (the "Contract List") in accordance with the Order Under 11 U.S.C. 105(a), 363, And 365 And Federal Rules Of Bankruptcy Procedure 2002, 6004 And 6006 Authorizing And Approving (A) The Sale Of Purchased Assets Free And Clear Of Liens And Other Interests And (B)

Assumption And Assignment Of Executory Contracts And Unexpired Leases (the "Order"). In support of the Objection, RCN respectfully represents as follows:

### **BACKGROUND**

1. On September 15, (the "Petition Date"), Lehman Brothers Holdings Inc., along with certain affiliated entities (collectively, the "Debtors"), filed voluntary petitions for relief pursuant to chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court of the Southern District of New York (the "Bankruptcy Court").

2. The debtors are operating their businesses and managing their properties as debtors in possession pursuant to Bankruptcy Code §§ 1107(a) and 1108.

3. RCN provides telecommunications equipment and related services to the Debtors pursuant to certain contracts and/or agreements with the Debtors.

4. On September 18, 2008, the Debtors filed a Notice Of Assumption And Assignment Of, And Amounts Necessary To Cure Defaults Under Contracts And Leases To Be Assumed And Assigned To Successful Bidder (the "Notice") (Docket No. 107). The Notice refers parties to various Lists and Contracts to be assumed and assigned to the Purchaser at Closing (the "Contract List) on the following website <http://chapter11.epiqsystems.com/lehman> (the "Website"). The Contract List (updated as of 9/19/08 1:07 AM) makes reference to RCN Contracts as follows:

<u>Vendor Name</u>	<u>Type II</u>	<u>Vendor Contact Name</u>	<u>Vendor Contact Address</u>	<u>Lehman Entity</u>
CON EDISON	Amendment/Addendum/Schedule	Legal Department	55 Broad Street 22 <sup>nd</sup> Floor New York, NY 10004	Unknown
CON EDISON	Amendment/Addendum/Schedule	Vice President, Sales	55 Broad Street 22 <sup>nd</sup> Floor New York, NY 10004	Unknown
CON EDISON	Amendment/Addendum/Schedule		55 Broad Street 22 <sup>nd</sup> Floor New York, NY 10004	Unknown

CON EDISON	Master Agreement	General Counsel	55 Broad Street 22 <sup>nd</sup> Floor New York, NY 10004	Unknown
CON EDISON	Amendment/Addendum/Schedule		55 Broad Street 22 <sup>nd</sup> Floor New York, NY 10004	Unknown
CON EDISON	Amendment/Addendum/Schedule	Vice President, Sales	55 Broad Street 22 <sup>nd</sup> Floor New York, NY 10004	Unknown
CON EDISON	Amendment/Addendum/Schedule	General Counsel	55 Broad Street 22 <sup>nd</sup> Floor New York, NY 10004	Unknown
CON EDISON	Amendment/Addendum/Schedule		55 Broad Street 22 <sup>nd</sup> Floor New York, NY 10004	Unknown
CON EDISON	Amendment/Addendum/Schedule	Legal Department	55 Broad Street 22 <sup>nd</sup> Floor New York, NY 10004	Unknown
CON EDISON	Amendment/Addendum/Schedule		55 Broad Street 22 <sup>nd</sup> Floor New York, NY 10004	Unknown
CON EDISON COMMUNICATIONS	Master Agreement		55 Broad Street 22 <sup>nd</sup> Floor New York, NY 10004	Unknown
CON EDISON COMMUNICATIONS	Side Letter		55 Broad Street 22 <sup>nd</sup> Floor New York, NY 10004	Unknown
Con Edison Communications LLC	Master Agreement		55 Broad Street 22 <sup>nd</sup> Floor New York, NY 10004	Unknown

5. Additionally, the Debtors set the proposed cure amount at zero (\$0.00).

### **OBJECTION**

6. RCN objects to the Debtors' description of the RCN contracts to be assumed and assigned as being vague and unintelligible. RCN believes that the contracts being assigned and assumed are the Master Services Agreement by and between Lehman Brothers Holdings Inc. and Con Edison Communications, LLC (n/k/a RCN New York Communications, LLC) dated October 28, 2005 (Customer #1575) and the Service Orders entered into by the parties in connection with the Master Services Agreement (collectively, the "Contracts"). A list of the Service Orders with corresponding circuit order numbers is attached hereto as Exhibit "A". RCN believes the Contracts have been assumed and assigned and should be substituted for the list published in connection with the Notice.

7. RCN also objects to the proposed cure amount of \$0.00 listed for RCN on the basis that such proposed cure amount does not agree with the amounts reflected on RCN's books and records.

8. The amount set forth in the Contract List is insufficient to cure the Debtors' monetary default under the Contracts. The actual amount necessary to cure the Debtors' monetary defaults under the Contracts is \$210,667.89.

9. Section 365 of the Bankruptcy Code requires that, as a condition of a debtor's assumption of any executory contract, that it cure or promptly cure, any monetary defaults under such contract and provide adequate assurance of future performance under such contract.

10. As reflected in RCN's books and records and as set forth on the attached invoices identified as Exhibit "B", in order to assume and assign the Contracts, the Debtors must pay not less than \$210,667.89 in order to cure its monetary defaults. These invoices reflect RCN's normal business practice of billing its customers at the beginning of the month for services rendered during the month and requiring payment at the end of the month.

11. Communications regarding this Objection should be made to following counsel for RCN New York Communications LLC:

Paul Eskildsen, Esquire  
Vice President and General Counsel  
RCN Metro Optical Networks  
196 Van Buren Street  
Herndon, VA 20170  
Tel No. (703) 434-8316  
Email: [Paul.Eskildsen@rcn.net](mailto:Paul.Eskildsen@rcn.net)

Francis J. Lawall, Esquire  
Pepper Hamilton LLP  
3000 Two Logan Square  
Eighteenth and Arch Streets  
Philadelphia, PA 19103  
Tel No. (215) 981-4000  
Fax No. (215) 981-4750  
Email: [lawallf@pepperlaw.com](mailto:lawallf@pepperlaw.com)

#### **RESERVATION OF RIGHTS**

12. RCN reserves the right to make such other and further objections as may be appropriate.

13. RCN reserves the right to assert an administrative claim for any and all amounts owed by the Debtor for services provided by RCN after the Petition Date.

WHEREFORE, RCN respectfully requests that the Court (i) set the cure amount at \$210,667.89 (ii) require the Debtors to cure all defaults under their contracts with RCN, (iii) require the Debtors/purchaser to provide RCN with adequate assurance of future performance and (iv) grant such other and further relief as this Court deems just and proper under the circumstances.

Dated: October 1, 2008

Respectfully submitted,

PEPPER HAMILTON LLP

/s/ Francis J. Lawall  
Francis J. Lawall (FL 0972)  
Anne Marie Aaronson (AA 1679)  
3000 Two Logan Square  
18<sup>th</sup> & Arch Streets  
Philadelphia, PA 19103  
Telephone: 215-981-4000  
Facsimile: 215-981-4750

Counsel for RCN New York Communications LLC  
d/b/a RCN Metro Optical Networks

# **Exhibit A**

<b>Circuit ID</b>	<b>Service Type</b>	<b>MRC</b>	<b>Contract Renewed</b>	<b>Term</b>	<b>Contract Expires</b>
12/LXGS/000165/OED	Dark Fiber	\$12,000.00	5/04	84	5/5/11
12/LXGS/000184/OED	Dark Fiber	\$6,750.00	8/30/05	120	8/30/15
12/LXGS/000182/OED	Dark Fiber	\$6,750.00	7/29/05	120	7/29/15
12/LXGS/000382/OED	Dark Fiber	\$19,800.00	8/1/07	60	8/1/12
12/LXGS/000239/OED	Dark Fiber	\$13,500.00	11/22/05	60	11/22/10
12/HMSA/000152/OED	Ethernet	\$800.00	4/9/08	12	4/9/09
12/HMSA/000181/OED	Ethernet	\$2,900.00	8/14/08	12	8/14/09
22/LXGS/000009/OED	Dark Fiber	\$15,000.00	2/26/08	60	2/26/13
12/HMSA/000153/OED	Ethernet	\$800.00	4/2/08	12	4/2/09
12/HMSA/000168/OED	Ethernet	\$800.00	6/3/08	12	6/3/09
12/HMST/000112/OED	Ethernet	\$4,050.00	4/16/08	12	4/16/09
12/HMSK/000055/OED	Ethernet	\$1,300.00	8/5/08	24	8/5/10
12/HMST/000134/OED	Ethernet	\$4,050.00	8/11/08	24	8/11/10
22/HMSA/000033/OED	Ethernet	\$1,100.00	8/5/08	24	8/5/10
12/MNXS/000321/OED	Gig Wave	\$4,500.00	8/14/08	12	8/14/09
12/HMSA/000062/OED	Ethernet	\$1,000.00	11/15/06	12	11/15/07
12/HFGS/000115/OED	DS3	\$1,999.00	11/28/05	12	11/28/06
22/HMSA/000017/OED	Ethernet	\$1,388.00	1/3/06	12	1/3/07

A Loc. Address	Z Loc. Address	End User
745 7th Ave, Floor 11, NYC	85 10th Ave, Floor 7, NYC	Lehman to Lehman
745 7th Ave, Floor 22, NYC	2 Peachtree Hill Rd, Lobby, Livingston, NJ	Lehman to Lehman
70 Hudson St, Floor 11, Jersey City, NJ	2 Peachtree Hill Rd, Lobby, Livingston, NJ	Lehman to Lehman
27 Commerce Way, Floor 1, Cranford, NJ	70 Hudson St, Floor 11, Jersey City, NJ	Lehman to Lehman
2 Peachtree Hill Rd, Floor 2, Livingston, NJ	27 Commerce Way, Floor 1, Cranford, NJ	Lehman to Lehman
2 Peachtree Hill Rd, Floor 2, Livingston, NJ	300 Blvd East, Floor 2, Weehawken, NJ	Savvis
300 Blvd East, Floor 2, Weehawken, NJ	1400 Federal Blvd, Floor 1, Carteret, NJ	NASDAQ
27 Commerce Way, Floor 1, Cranford, NJ	40 Corporate Pl, Floor 1, Piscataway, NJ	Lehman to Lehman
27 Commerce Way, Floor 1, Cranford, NJ	300 Blvd East, Floor 2, Weehawken, NJ	Savvis
27 Commerce Way, Floor 1, Cranford, NJ	300 Blvd East, Floor 2, Weehawken, NJ	Savvis
2 Peachtree Hill Rd, Floor 2, Livingston, NJ	400 S. LaSalle, Floor 2, Chicago, IL	CBOE
2 Peachtree Hill Rd, Floor 2, Livingston, NJ	1400 Federal Blvd, Floor 1, Carteret, NJ	NASDAQ
27 Commerce Way, Floor 1, Cranford, NJ	100 S. Wacker Dr, Floor 20, Chicago, IL	Townsend Analytics
2 Peachtree Hill Rd, Floor 2, Livingston, NJ	60 Hudson St, Floor 9, NYC	Telx
300 Blvd East, Floor 2, Weehawken, NJ	1400 Federal Blvd, Floor 1, Carteret, NJ	NASDAQ
85 10th Ave, Floor 7, NYC	20 Broad St, Floor 4, NYC	NYSE
85 10th Ave, Floor 7, NYC	666 5th Ave, Floor 7, NYC	Millennium Partners
85 10th Ave, Floor 7, NYC	1900 Market St, Floor 2, Philadelphia, PA	Philadelphia Stock Exchange

**Comments**

## **Exhibit B**

2200 West Park Drive  
Westborough, MA 01581-3961

LEHMAN BROTHERS  
ATTN: ACCOUNTS PAYABLE  
13 Berkshire Rd  
Sandy Hook, CT 06482

Invoice	
Consolidated Invoice #	2862
Invoice Date	01-AUG-08
Payment Due Date	31-AUG-08
Terms	30 NET
Customer #	1575
Purchase Order #	
Account Manager	
Page 1 of 5	

Remit To:  
RCN Metro Optical Networks  
P O Box 644444  
PITTSBURGH, PA 15264-4444

## ACCOUNT SUMMARY - AUGUST 2008

	Beginning Balance	\$93,261.71
Total Payments -- Thank You		\$(93,261.71)
Total Current Charges		\$90,584.94
<b>Total Amount Due</b>		<b>\$90,584.94</b>

Monthly charges are billed in advance. Partial monthly charges will be applied if services begin in the middle of a billing period.  
Services provided by RCN New York Communications LLC d/b/a RCN Metro Optical Networks.

For billing questions, please call (888) 750-0712 or email [cam@rcnmetro.com](mailto:cam@rcnmetro.com)

Please detach and include the remittance slip below with your mailed payment - Thank you!



**Total Amount Due** \$90,584.94  
**Amount Enclosed**

Customer: LEHMAN BROTHERS

Customer #: 1575  
Consolidated Invoice #: 2862

RCN Metro Optical Networks  
P O Box 644444  
PITTSBURGH, PA 15264-4444

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Customer: LEHMAN BROTHERS

Invoice	
Consolidated Invoice #	
2862	
Invoice Date	
01-AUG-08	
Customer #	
1575	
Page 3 of 5	

Line	Item Description	Service Period	Amount
1	Ref #: ORIG INVOICE #:8001092 12/LXGS/000239/OED DARK FIBER LEASE - MONTHLY - 5 YR 2 PEACH HILL ROAD, LIVINGSTON,NJ to 27 COMMERCE WAY, CRANFORD,NJ	01-AUG-08 to 31-AUG-08	\$13,500.00
2	Ref #: ORIG INVOICE #:8001091 12/LXGS/000182/OED DARK FIBER LEASE - MONTHLY - 10 YR 70 HUDSON STREET, JERSEY CITY,NJ to 2 PEACH HILL ROAD, LIVINGSTON,NJ	01-AUG-08 to 31-AUG-08	\$6,750.00
3	Ref #: ORIG INVOICE #:8001089 12/HFGS/000115/OED ENTERPRISE-DS3 TRANSPORT-1 YEAR 85 10TH AVENUE, NEW YORK,NY to 666 5TH AVENUE, NEW YORK,NY	01-AUG-08 to 31-AUG-08	\$1,999.00
4	Ref #: ORIG INVOICE #:8001090 12/HMSA/000062/OED CIRCUIT- ETHERNET 85 10TH AVENUE, NEW YORK,NY to 20 BROAD STREET, NEW YORK,NY Purchase Order #:TSR#898969	01-AUG-08 to 31-AUG-08	\$1,000.00
5	Ref #: ORIG INVOICE #:8001091 12/LXGS/000382/OED DARK FIBER LEASE - MONTHLY - 5 YR 27 COMMERCE WAY, CRANFORD,NJ to 70 HUDSON STREET, JERSEY CITY,NJ	01-AUG-08 to 31-AUG-08	\$19,800.00
6	Ref #: ORIG INVOICE #:8001090 12/HMSA/000152/OED CIRCUIT- ETHERNET 2 PEACH HILL ROAD, LIVINGSTON,NJ to 300 BLVD EAST, WEEHAWKEN,NJ	01-AUG-08 to 31-AUG-08	\$800.00
7	Ref #: ORIG INVOICE #:8001089 22/HMSA/000017/OED INTERSTATE TRANSPORT ETHERNET CKT 27 COMMERCE WAY, CRANFORD,NJ to 1900 MARKET ST, PHILADELPHIA,PA Purchase Order #:MNYP0502353	01-AUG-08 to 31-AUG-08	\$1,388.00

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Customer: LEHMAN BROTHERS

Invoice	
Consolidated Invoice #	
2862	
Invoice Date	
01-AUG-08	
Customer #	
1575	
Page 4 of 5	

Line	Item Description	Service Period	Amount
8	Ref #: ORIG INVOICE #:8001091 22/LXGS/000009/OED DARK FIBER LEASE - MONTHLY - 5 YR 27 COMMERCE WAY, CRANFORD,NJ to 40 CORPORATE PLACE, PISCATAWAY,NJ	01-AUG-08 to 31-AUG-08	\$15,000.00
9	Ref #: ORIG INVOICE #:8001090 12/HMSA/000153/OED CIRCUIT- ETHERNET 27 COMMERCE WAY, CRANFORD,NJ to 300 BLVD EAST, WEEHAWKEN,NJ Purchase Order #:JCNJP0800065	01-AUG-08 to 31-AUG-08	\$800.00
10	Ref #: ORIG INVOICE #:8001090 12/HMSA/000168/OED CIRCUIT- ETHERNET 27 COMMERCE WAY, CRANFORD,NJ to 300 BLVD EAST, WEEHAWKEN,NJ	01-AUG-08 to 31-AUG-08	\$800.00
11	Ref #: ORIG INVOICE #:8001090 12/HMST/000112/OED INTERSTATE TRANSPORT ETHERNET CKT 2 PEACH HILL ROAD, LIVINGSTON,NJ to 400 LASALLE ST, CHICAGO,IL	01-AUG-08 to 31-AUG-08	\$4,050.00
12	Ref #: ORIG INVOICE #:8001090 12/LXGS/000165/OED DARK FIBER LEASE - MONTHLY - 5 YR 745 7TH AVENUE, NEW YORK,NY to 85 10TH AVENUE, NEW YORK,NY	01-AUG-08 to 31-AUG-08	\$12,000.00
13	Ref #: ORIG INVOICE #:8001090 12/LXGS/000184/OED INTERSTATE DARK FIBER CIRCUIT 745 7TH AVENUE, NEW YORK,NY to 2 PEACH HILL ROAD, LIVINGSTON,NJ	01-AUG-08 to 31-AUG-08	\$6,750.00
TOTAL SERVICES THIS PERIOD			\$84,637.00

Invoice	
<i>Consolidated Invoice #</i>	2862
<i>Invoice Date</i>	01-AUG-08
<i>Customer #</i>	1575
Page 5 of 5	

Customer: LEHMAN BROTHERS

#### TAXES, FEES AND SURCHARGES

Fed USF Assessment	\$619.94
MTA Tax Surcharge	\$18.82
NJ Sales Tax	\$4,469.78
NY State & Local Sales Tax	\$264.86
NY State Gross Revenue Surcharge	\$79.06
NYC Excise Tax	\$74.32
PA Local Sales Tax	\$8.08
PA Sales Tax	\$48.47
Simplified Municipal Telecom Tax	\$157.91
State & Local Tax	\$206.70
<b>TOTAL TAXES, FEES AND SURCHARGES</b>	<b>\$5,947.94</b>
<b>TOTAL CURRENT CHARGES</b>	<b>\$90,584.94</b>

#### PAYMENTS

Payment PNC Lockbox received on 25-JUL-08	\$93,261.71
<b>TOTAL PAYMENTS</b>	<b>\$93,261.71</b>

2200 West Park Drive  
Westborough, MA 01581-3961

LEHMAN BROTHERS  
ATTN: ACCOUNTS PAYABLE  
13 Berkshire Rd  
Sandy Hook, CT 06482

Invoice	
<i>Consolidated Invoice #</i>	4162
<i>Invoice Date</i>	01-SEP-08
<i>Payment Due Date</i>	30-SEP-08
<i>Terms</i>	30 NET
<i>Customer #</i>	1575
<i>Purchase Order #</i>	
<i>Account Manager</i>	
Page 1 of 7	

**Remit To:**  
RCN Metro Optical Networks  
P O Box 644444  
PITTSBURGH, PA 15264-4444

## ACCOUNT SUMMARY - SEPTEMBER

	<i>Beginning Balance</i>	\$90,584.94
Total Payments		\$0.00
Total Current Charges		\$120,082.95
<b>Total Amount Due</b>		<b>\$210,667.89</b>

*Monthly charges are billed in advance. Partial monthly charges will be applied if services begin in the middle of a billing period.  
Services provided by RCN New York Communications LLC d/b/a RCN Metro Optical Networks.*

*For billing questions, please call (888) 750-0712 or email cam@rcnmetro.com*

*Please detach and include the remittance slip below with your mailed payment - Thank you!*



**Total Amount Due** \$210,667.89  
**Amount Enclosed**

**Customer: LEHMAN BROTHERS**

Customer #: 1575  
Consolidated Invoice #: 4162

RCN Metro Optical Networks  
P O Box 644444  
PITTSBURGH, PA 15264-4444

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**Invoice**

*Consolidated Invoice #*  
4162

*Invoice Date*  
01-SEP-08

*Customer #*  
1575

Page 3 of 7

**Customer: LEHMAN BROTHERS**

Line	Item Description	Service Period	Amount
1	Ref #: ORIG INVOICE #:8002262 12/LXGS/000239/OED DARK FIBER LEASE - MONTHLY - 5 YR 2 PEACH HILL ROAD, LIVINGSTON,NJ to 27 COMMERCE WAY, CRANFORD,NJ	01-SEP-08 to 30-SEP-08	\$13,500.00
2	Ref #: ORIG INVOICE #:8002261 12/LXGS/000182/OED DARK FIBER LEASE - MONTHLY - 10 YR 70 HUDSON STREET, JERSEY CITY,NJ to 2 PEACH HILL ROAD, LIVINGSTON,NJ	01-SEP-08 to 30-SEP-08	\$6,750.00
3	Ref #: ORIG INVOICE #:8002260 12/HMSA/000062/OED CIRCUIT- ETHERNET 85 10TH AVENUE, NEW YORK,NY to 20 BROAD STREET, NEW YORK,NY Purchase Order #:TSR#898969	01-SEP-08 to 30-SEP-08	\$1,000.00
4	Ref #: ORIG INVOICE #:8002259 12/HFGS/000115/OED ENTERPRISE-DS3 TRANSPORT-1 YEAR 85 10TH AVENUE, NEW YORK,NY to 666 5TH AVENUE, NEW YORK,NY	01-SEP-08 to 30-SEP-08	\$1,999.00
5	Ref #: ORIG INVOICE #:8002261 12/LXGS/000382/OED DARK FIBER LEASE - MONTHLY - 5 YR 27 COMMERCE WAY, CRANFORD,NJ to 70 HUDSON STREET, JERSEY CITY,NJ	01-SEP-08 to 30-SEP-08	\$19,800.00
6	Ref #: ORIG INVOICE #:8002260 12/HMSA/000152/OED CIRCUIT- ETHERNET 2 PEACH HILL ROAD, LIVINGSTON,NJ to 300 BLVD EAST, WEEHAWKEN,NJ	01-SEP-08 to 30-SEP-08	\$800.00
7	Ref #: ORIG INVOICE #:8002259 12/HMSA/000181/OED Ethernet, Switched - 10MB 300 BOULEVARD E, WEEHAWKEN,NJ to 1400 FEDERAL BLVD, CARTERET,NJ Project#:JCNJP0800188	14-AUG-08 to 30-SEP-08	\$4,543.33

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**Invoice**

*Consolidated Invoice #*  
4162

*Invoice Date*  
01-SEP-08

*Customer #*  
1575

Page 4 of 7

**Customer: LEHMAN BROTHERS**

Line	Item Description	Service Period	Amount
8	Ref #: ORIG INVOICE #:8002261 22/LXGS/000009/OED DARK FIBER LEASE - MONTHLY - 5 YR 27 COMMERCE WAY, CRANFORD,NJ to 40 CORPORATE PLACE, PISCATAWAY,NJ	01-SEP-08 to 30-SEP-08	\$15,000.00
9	Ref #: ORIG INVOICE #:8002260 12/HMSA/000153/OED CIRCUIT- ETHERNET 27 COMMERCE WAY, CRANFORD,NJ to 300 BLVD EAST, WEEHAWKEN,NJ Purchase Order #:JCNJP0800065	01-SEP-08 to 30-SEP-08	\$800.00
10	Ref #: ORIG INVOICE #:8002259 12/HMSA/000181/OED Installation Services - INSTALL 300 BOULEVARD E, WEEHAWKEN,NJ to 1400 FEDERAL BLVD, CARTERET,NJ Project#:JCNJP0800188	14-AUG-08 to 14-AUG-08	\$500.00
11	Ref #: ORIG INVOICE #:8002260 12/HMSA/000168/OED CIRCUIT- ETHERNET 27 COMMERCE WAY, CRANFORD,NJ to 300 BLVD EAST, WEEHAWKEN,NJ	01-SEP-08 to 30-SEP-08	\$800.00
12	Ref #: ORIG INVOICE #:8002259 12/HMSA/000181/OED Installation Services - EXPEDITE 300 BOULEVARD E, WEEHAWKEN,NJ to 1400 FEDERAL BLVD, CARTERET,NJ Project#:JCNJP0800188	14-AUG-08 to 14-AUG-08	\$500.00
13	Ref #: ORIG INVOICE #:8002260 12/HMST/000112/OED INTERSTATE TRANSPORT ETHERNET CKT 2 PEACH HILL ROAD, LIVINGSTON,NJ to 400 LASALLE ST, CHICAGO,IL	01-SEP-08 to 30-SEP-08	\$4,050.00
14	Ref #: ORIG INVOICE #:8002259 12/HMSK/000055/OED Ethernet, Switched - 20MB 2 PEACH HILL ROAD, LIVINGSTON,NJ to 1400 FEDERAL BLVD, CARTERET,NJ Project#:JCNJP0800159	05-AUG-08 to 30-SEP-08	\$2,426.67

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**Invoice**

*Consolidated Invoice #*  
4162

*Invoice Date*  
01-SEP-08

*Customer #*  
1575

*Page 5 of 7*

**Customer: LEHMAN BROTHERS**

Line	Item Description	Service Period	Amount
15	Ref #: ORIG INVOICE #:8002260 12/LXGS/000165/OED DARK FIBER LEASE - MONTHLY - 5 YR 745 7TH AVENUE, NEW YORK,NY to 85 10TH AVENUE, NEW YORK,NY	01-SEP-08 to 30-SEP-08	\$12,000.00
16	Ref #: ORIG INVOICE #:8002259 12/HMSK/000055/OED Installation Services - INSTALL 2 PEACH HILL ROAD, LIVINGSTON,NJ to 1400 FEDERAL BLVD, CARTERET,NJ Project#:JCNJP0800159	05-AUG-08 to 05-AUG-08	\$500.00
17	Ref #: ORIG INVOICE #:8002260 12/LXGS/000184/OED INTERSTATE DARK FIBER CIRCUIT 745 7TH AVENUE, NEW YORK,NY to 2 PEACH HILL ROAD, LIVINGSTON,NJ	01-SEP-08 to 30-SEP-08	\$6,750.00
18	Ref #: ORIG INVOICE #:8002259 12/HMSK/000055/OED Installation Services - EXPEDITE 2 PEACH HILL ROAD, LIVINGSTON,NJ to 1400 FEDERAL BLVD, CARTERET,NJ Project#:JCNJP0800159	05-AUG-08 to 05-AUG-08	\$500.00
19	Ref #: ORIG INVOICE #:8002259 12/HMST/000134/OED Ethernet, Switched - Interstate (Long Haul) 27 COMMERCE WAY, CRANFORD,NJ to 100 S WACKER DR, CHICAGO,IL Project#:JCNJP0800154	11-AUG-08 to 30-SEP-08	\$6,750.00
20	Ref #: ORIG INVOICE #:8002259 12/HMST/000134/OED Installation Services - INSTALL 27 COMMERCE WAY, CRANFORD,NJ to 100 S WACKER DR, CHICAGO,IL Project#:JCNJP0800154	11-AUG-08 to 11-AUG-08	\$500.00

**(Continued on next page)**

**Invoice**

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**Customer: LEHMAN BROTHERS**

<b>Line</b>	<b>Item Description</b>	<b>Service Period</b>	<b>Amount</b>
21	Ref #: ORIG INVOICE #:8002259 22/HMSA/000017/OED INTERSTATE TRANSPORT ETHERNET CKT 27 COMMERCE WAY, CRANFORD,NJ to 1900 MARKET ST, PHILADELPHIA,PA Purchase Order #:MNYP0502353	01-SEP-08 to 30-SEP-08	\$1,388.00
22	Ref #: ORIG INVOICE #:8002259 22/HMSA/000033/OED Ethernet, Switched - Interstate (Long Haul) 2 PEACH HILL ROAD, LIVINGSTON,NJ to 60 HUDSON STREET, NEW YORK,NY Project#:MNYP0801349	05-AUG-08 to 30-SEP-08	\$2,053.33
23	Ref #: ORIG INVOICE #:8002259 22/HMSA/000033/OED Installation Services - INSTALL 2 PEACH HILL ROAD, LIVINGSTON,NJ to 60 HUDSON STREET, NEW YORK,NY Project#:MNYP0801349	05-AUG-08 to 05-AUG-08	\$500.00
24	Ref #: ORIG INVOICE #:8002259 22/HMSA/000033/OED Installation Services - EXPEDITE 2 PEACH HILL ROAD, LIVINGSTON,NJ to 60 HUDSON STREET, NEW YORK,NY Project#:MNYP0801349	05-AUG-08 to 05-AUG-08	\$500.00
25	Ref #: ORIG INVOICE #:8002259 Gigabit Wave Service - 1.25GB 300 BOULEVARD E, WEEHAWKEN,NJ to 1400 FEDERAL BLVD, CARTERET,NJ	14-AUG-08 to 30-SEP-08	\$7,050.00
<b>TOTAL SERVICES THIS PERIOD</b>			<b>\$110,960.33</b>

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**Customer: LEHMAN BROTHERS**

**TAXES, FEES AND SURCHARGES**

Fed USF Assessment	\$1,623.52
MTA Tax Surcharge	\$28.95
NJ Sales Tax	\$5,986.92
NY State & Local Sales Tax	\$309.00
NY State Gross Revenue Surcharge	\$121.63
NYC Excise Tax	\$86.70
PA Local Sales Tax	\$8.08
PA Sales Tax	\$48.47
Simplified Municipal Telecom Tax	\$421.09
State & Local Tax	\$488.26
<b>TOTAL TAXES, FEES AND SURCHARGES</b>	<b>\$9,122.62</b>
<b>TOTAL CURRENT CHARGES</b>	<b>\$120,082.95</b>